

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3249996

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	CHANGE OF NAME	
CONVEYING PARTY DATA		
Name		Execution Date
BIRCHWOOD LABORATORIES, INC.		11/25/2014
RECEIVING PARTY DATA		
Name:	BIRCHWOOD LABORATORIES LLC.	
Street Address:	7900 FULLER ROAD	
City:	EDEN PRAIRIE	
State/Country:	MINNESOTA	
Postal Code:	55344	
PROPERTY NUMBERS Total: 1		
Property Type	Number	
Patent Number:	6309476	
CORRESPONDENCE DATA		
Fax Number:		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Email:	docketing@pdsdlaw.com	
Correspondent Name:	PAULY, DEVRIES SMITH & DEFFNER, LLC	
Address Line 1:	121 SOUTH 8TH STREET	
Address Line 2:	TCF TOWER, SUITE 900	
Address Line 4:	MINNEAPOLIS, MINNESOTA 55402	
ATTORNEY DOCKET NUMBER:	153.0004US01	
NAME OF SUBMITTER:	MARK E. DEFFNER	
SIGNATURE:	/Mark E. Deffner/	
DATE SIGNED:	03/04/2015	
Total Attachments: 5		
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source=Birchwood_Labs_Name_Change_to_LLC_2015#page2.tif		
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**OFFICER'S CERTIFICATE
OF
BIRCHWOOD LABORATORIES, INC.**

The undersigned, being the duly elected CEO of Birchwood Laboratories, Inc., a Minnesota corporation ("BLI"), hereby certifies that the following resolution was adopted at a joint meeting of BLI's Board of Directors and shareholders on November 25, 2014:

Authorize Conversion of BLI From a Corporation to a Limited Liability Company

RESOLVED, that it is in the best interests of BLI to convert from a Minnesota corporation to a Minnesota limited liability company pursuant to Minnesota Statutes Sections 302A.681 through 302A.691.

FURTHER RESOLVED, that the Articles of Conversion, Plan of Conversion and Articles of Organization for Birchwood Laboratories, Inc. to become Birchwood Laboratories LLC which have been reviewed by the board are hereby approved by the board and all of the shareholders, and Mike Shelton, CEO, is authorized to execute, deliver, perform and file these documents with the Minnesota Secretary of State, to make such changes in the documents as the executive officer may approve in the officer's sole discretion, as conclusively evidenced by the executive officer's execution and delivery of these documents.

FURTHER RESOLVED, that the shareholders explicitly consent to the provisions of the new Articles of Organization which eliminate cumulative voting and which add member action by written consent by the same proportion of members as would constitute approval at a meeting at which all members were present and a limitation of governor liability.

FURTHER RESOLVED, that, as the conversion constitutes a deemed liquidation for federal income tax purposes, this resolution constitutes a plan of liquidation for federal income tax purposes, and BLI is authorized and directed to file with the Internal Revenue Service Forms 966 (Corporate Dissolution or Liquidation) and Mike Shelton, CEO is authorized execute, deliver, perform and file this form with the Internal Revenue Service, to make such changes in the documents as the CEO may approve in the officer's sole discretion, as conclusively evidenced by the CEO's execution and delivery of the Form 966.

FURTHER RESOLVED, that the CEO is authorized and directed to execute such documents and to take such other actions as he deems necessary or desirable to effect the foregoing resolution and the conversion into such limited liability company.

FURTHER RESOLVED, that all actions by Mike Shelton, CEO of BLI, prior to the date hereof taken in connection with the Articles of Conversion, Plan of Conversion and Articles of Organization and any other documents or instruments connected with the conversion are hereby approved, ratified and confirmed in all respects.

The undersigned hereby signs this Officer's Certificate in his capacity as CEO, and not in his individual capacity, effective as of November 25, 2014.

BIRCHWOOD LABORATORIES, INC.



Mike Shelton, CEO



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DC to MR LLC

3K-11

ARTICLES OF CONVERSION
OF
BIRCHWOOD LABORATORIES, INC.
INTO
BIRCHWOOD LABORATORIES LLC

These Articles of Conversion relate to the conversion of Birchwood Laboratories, Inc., a Minnesota corporation, into Birchwood Laboratories LLC, a Minnesota limited liability company.

1. The plan of conversion, dated November 25, 2014, is attached hereto as **Exhibit A**.
2. The name of the converting organization is Birchwood Laboratories, Inc. The name of the converted organization will be Birchwood Laboratories LLC.
3. The converted organization will be a limited liability company governed by Chapter 322B of the Minnesota Statutes.
4. The plan of conversion has been approved by the converting organization pursuant to Section 302A.685 of the Minnesota Statutes.
5. The articles of organization attached as **Exhibit B** to the plan of conversion will be the articles of organization of the converted organization.
6. The conversion provided for herein will be effective as of the close of business on November 30, 2014. ✓

DATED: November 26, 2014.

BIRCHWOOD LABORATORIES, INC.

By:

Michael F. Shelton

Its:

Chief Executive Officer

Exhibit A: Plan of Conversion

Exhibit B: Articles of Organization

PATENT

REEL: 035122 FRAME: 0745

EXHIBIT A

PLAN OF CONVERSION

This Plan of Conversion is adopted by Birchwood Laboratories, Inc., a Minnesota corporation (the "Company"), as of November 25, 2014.

WHEREAS, the board of directors of the Company has determined that it is advisable and in the best interests of the Company and its shareholders to convert (the "Conversion") the Company from a Minnesota corporation into a Minnesota limited liability company (the "Converted Organization").

WHEREAS, in order to effect the Conversion, the board of directors has approved, and a majority-in-interest of the shareholders of the Company have thereafter adopted, this Plan of Conversion, which constitutes a plan of liquidation for federal tax purposes.

1. **Conversion.** Pursuant to Section 302A.681 of the Minnesota Statutes, the Company will be converted into the Converted Organization. The name of the Converted Organization will be "Birchwood Laboratories LLC."

2. **Effective Time.** The Conversion will be effective as of the close of business on November 30, 2014 (the "Effective Time").

3. **Organizational Documents.** The articles of organization attached as Exhibit B hereto will be the articles of organization of the Converted Organization.

4. **Board of Governors and Managers.** The directors of the Company holding office immediately before the Effective Time will constitute the board of governors of the Converted Organization. The officers of the Company holding office immediately before the Effective Time will be the managers of the Converted Organization with the same titles.

5. **Conversion of Capital Stock.** At the Effective Time, each share of common stock of the Company, par value \$0.10 per share, will, by virtue of the conversion and without any action on the part of the holder thereof, be converted into one unit of membership interest in the Converted Organization.

6. **Articles of Conversion.** In accordance with this Plan of Conversion and for the purposes of effecting the Conversion, the Corporate Secretary will file articles of conversion, which contain a copy of this Plan of Conversion and the Exhibit hereto, with the Minnesota Secretary of State.

BIRCHWOOD LABORATORIES, INC.

By: Michael F. Shelton
Michael F. Shelton
Its: Chief Executive Officer

Exhibit B: Articles of Organization

EXHIBIT B

ARTICLES OF ORGANIZATION OF BIRCHWOOD LABORATORIES LLC

The undersigned, being of full age and for the purpose of forming a limited liability company under Minnesota Statutes Chapter 322B, does hereby adopt the following articles of organization:

ARTICLE 1 Name

The name of this limited liability company is Birchwood Laboratories LLC. ✓

ARTICLE 2 Registered Office

The address of this limited liability company's registered office in this state is 7900 Fuller Road, Eden Prairie, Minnesota 55344. ✓

ARTICLE 3 Organizer

The name and address of the sole organizer of this limited liability company is Maxwell J. Bremer, Gray, Plant, Mooty, Mooty & Bennett, P.A., 500 IDS Center, 80 South Eighth Street, Minneapolis, Minnesota 55402. ✓

ARTICLE 4 Cumulative Voting Prohibition

Members will have no rights of cumulative voting.

ARTICLE 5 Member Action by Written Consent

Any action required or permitted to be taken at a meeting of the members may be taken by written action signed, or consented to by authenticated electronic communication, by members having voting power equal to the voting power that would be required to take the same action at a meeting at which all members entitled to vote were present.


ARTICLE 6 Limitation of Governor Liability

No governor of this limited liability company will be personally liable to the limited liability company or its members for monetary damages for breach of fiduciary duty by such governor, except to the extent expressly required by Minnesota law. Any repeal or modification

of this Article by the members of this limited liability company will be prospective only and will not adversely affect any limitation on the personal liability of a governor of this limited liability company existing at the time of such repeal or modification.

* * *

Dated effective as of November 30, 2014.


Organizer

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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 26 2014


Mark Ritchie
Secretary of State